

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

FILED
IN CLERKS OFFICE

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U.S. DISTRICT COURT
DISTRICT OF MASS.

LEXINGTON INSURANCE COMPANY
AND NATIONAL UNION FIRE
INSURANCE COMPANY OF
PITTSBURGH,

PLAINTIFFS,

V.

VIRGINIA SURETY COMPANY, INC.

DEFENDANT.

CIVIL ACTION NO. 04-11109 RGS

**JOINT MOTION TO EXTEND TIME FOR DISCOVERY OF DEFENDANT VIRGINIA
SURETY COMPANY, INC. AND PLAINTIFFS LEXINGTON INSURANCE COMPANY
AND NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH**

Defendant Virginia Surety Company, Inc. ("VSC") and Plaintiffs Lexington Insurance Company ("Lexington") and National Union Fire Insurance Company of Pittsburgh ("NUFIC") (collectively, the "Parties") respectfully request that the Court extend the deadlines in its September 4, 2004 Scheduling Order (the "Scheduling Order") to allow the parties to conduct discovery until March 31, 2006, file dispositive motions on or before April 17, 2006, and file oppositions on or before May 8, 2006.

As grounds for this request, the Parties state as follows:

1. The Scheduling Order provided that "On or before 7-1-05, either side has the option to file a dispositive motion. If no dispositive motions are filed, the parties can continue with the proposed discovery schedule agreed to by each side."
2. No dispositive motions have been filed.

Allowed. R. L. Harris DJ 11-23-05.

3. On August 12, 2005, the Parties filed a Joint Motion to Extend Time for Discovery. The Court granted this Motion, setting a discovery cutoff of November 30, 2005, and deadline of January 10, 2006 for filing dispositive motions.
4. The Parties have been intensively engaged in discovery since the Court granted the Joint Motion to Extend Time for Discovery. Discovery to date has included production of over 50,000 pages of documents by Lexington and NUFIC, and over 150,000 pages of documents by VSC. VSC has responded to plaintiff's first set of interrogatories; Lexington and NUFIC are in the process of preparing responses to VSC's first set of interrogatories. The parties expect that each will be producing over 25,000 pages of additional documents. The document productions to date have involved multiple trips by counsel to New York City, New York, and Chicago, Illinois, with voluminous duplication of the documents by third-party vendors. Most of the remaining documents are also physically located outside of Massachusetts and are being photocopied and transported to Boston. Upon completion of production and review of the documents, the parties will be scheduling depositions of multiple deponents, most of which will take place in places remote from Boston, including New York City and Chicago. A number of the deponents are not employed by any party and may require subpoenas to compel their attendance. Depositions and follow-up written discovery cannot be conducted until the Parties have an opportunity to analyze all of the voluminous documents productions. The sheer volume of documents involved in this matter has made it extremely difficult for the parties to complete discovery before the dates requested in this motion.

5. The Parties request that this Court further extend the deadlines in the Scheduling Order by 120 days, to enable the parties to engage in further discovery.
6. All of the parties agree to the proposed schedule and join in this motion.
7. No party will be prejudiced by this extension.
8. No trial date has been scheduled in this matter.

WHEREFORE, the Parties request that this Court grant this joint motion.

VIRGINIA SURETY COMPANY, INC.

By its attorneys,

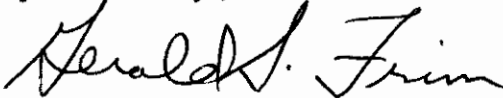


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Date: November 21, 2005

LEXINGTON INSURANCE COMPANY AND
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